

BY OVERNIGHT MAIL

April 6, 2005

Ms. Sharla Dillon, Docket Room Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

**Re: Data Request No. 1; Docket 05-00076; Joint Petition of TelCove, Inc.,
TelCove Operations, Inc., KMC Telecom Holdings, Inc., KMC Telecom
LLC, KMC Telecom II LLC, and KMC Telecom III LLC for Approval of a
Transfer Assets and Customer Base in Tennessee – CONTAINS
CONFIDENTIAL INFORMATION**

Dear Ms. Dillon:

TelCove, Inc., TelCove Operations, Inc. (together, "TelCove"),¹ KMC Telecom Holdings, Inc., KMC Telecom LLC, KMC Telecom II LLC, and KMC Telecom III LLC (collectively "Petitioners"), through undersigned counsel, hereby supplement their April 5, 2005 responses to questions 3, 4, and 5 of the Tennessee Regulatory Authority's March 24, 2005 Data Request No. 1. This supplemental response contains confidential information that is being submitted under seal. Petitioners respectfully request that the information be accorded confidential treatment and not be made a part of the public record in this proceeding or otherwise disclosed to the public.

- 3 Provide a current organizational chart of TelCove and KMC Holdings before and after the transaction.

Supplemental Response: Attached as Exhibit 1 is an organizational chart for TelCove. Attached hereto under seal as Exhibit 2 are two Confidential organizational charts for KMC. KMC Telecom Holdings, Inc. has two wholly-owned subsidiaries – KMC Telecom III, LLC and KMC Data HoldCo LLC – which are depicted separately on the attached charts. Exhibit 2 contains Confidential Information and is being provided under seal.

¹ The Data Requests did not refer to this entity, however, because it is one of the original Petitioners, we have included it in this supplemental response

Ms. Sharla Dillon, Docket Room Manager

April 6, 2005

Page 2

4. How many customers do the petitioners currently have in Tennessee?

Supplemental Response: TelCove currently has 279 customers in Tennessee. KMC III currently has 529 customers in Tennessee. KMC Telecom, LLC and KMC Telecom II, LLC do not have customers in Tennessee.

5. How many customers does KMC III have in Tennessee, and how many will be transferred to TelCove?

Supplemental Response: KMC III currently has 529 customers in Tennessee and will transfer 462 customers in Tennessee to TelCove.

An original and thirteen (13) copies of this supplemental response to Data Request No. 1 are enclosed. Please date-stamp the enclosed extra copy of this filing and return it in the attached self-addressed, postage prepaid envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact the undersigned at (202) 424-7500.

Respectfully submitted,



Tamar E. Finn

Michael P. Donahue

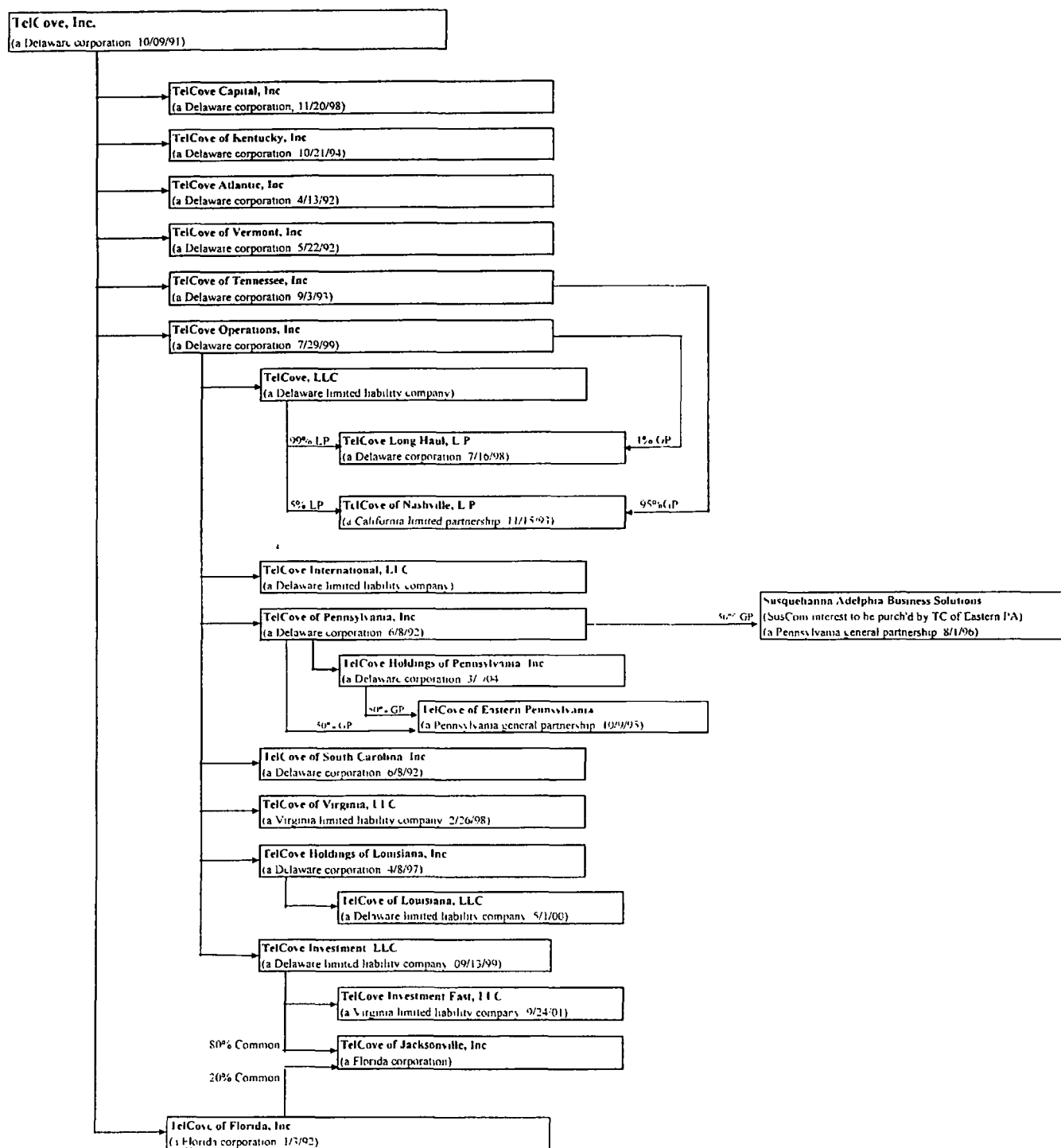
Danielle C. Burt

cc: Aster Adams (TRA)
Pat Miller (TRA)
Brad E. Mutschelknaus (Kelley Drye)
Melissa S. Conway (Kelley Drye)

EXHIBIT 1

TelCove Organizational Chart

**TelCove Corporate Organization Chart
as of January 2005**



Unless otherwise indicated, all subsidiary corporations and limited liability companies are owned 100%.

EXHIBIT 2

KMC Organizational Chart

**THIS INFORMATION IS CONFIDENTIAL
AND IS BEING SUBMITTED UNDER SEAL**